

HERZOG CONTRACTING CORP.

RECORDATION NO. 22021 FILED
FEB 8 '99 2-30PM

600 S. RIVERSIDE RD.
P.O. BOX 1089
ST. JOSEPH, MO 64502
PHONE (816) 233-9001
FAX (816) 233-9881

WILLIAM E. HERZOG, PRESIDENT

February 2, 1999

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of CFR 49, Parts 1000 to 1199, Part 1177, are two (2) originals of Memorandums of Lease Agreement dated January 5, 1999, as a primary document defined in the Board's Rules for Recordation of Documents.

The names and addresses of the parties to the enclosed documents are:

Lessee: CSR America, Inc. (Rinker Materials Corporation)
7460 Phillips Hwy.
Jacksonville, FL 32256

Lessor: Herzog Contracting Corp.
P. O. Box 1089
St. Joseph, MO 64502

This Memorandum of Lease Agreement covers the lease of sixty-seven (67) open top hopper cars identified in Schedule A to the Memorandum of Lease Agreement. The railcars in Schedule A are identified by the existing reporting marks and numbers. We have also enclosed a check for \$26.00, payable to the Surface Transportation Board, for the required recording fee. Please return one stamped copy of the enclosed documents to the undersigned. If you have any questions or require additional information concerning this filing, contact the undersigned at (816) 233-9001.

Sincerely yours,

HERZOG CONTRACTING CORP.



James A. Frasher
Vice President

JAF/sa

Encl.

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

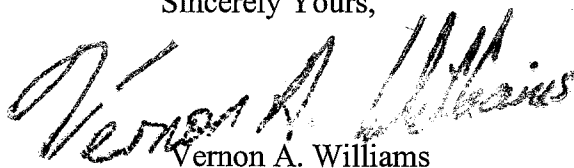
OFFICE OF THE SECRETARY

James A. Frasher
Herzog Contracting Corporation
600 S. Riverside Road
P. O. Box 1089
St. Joseph, Missouri 64502

Dear Sir:

The enclosed documents (s) was recorded pursuant to the provisions of 49 U.S.C.
11301 and CFR 1177.3 (c), on 2/8/99 at 2:30PM, and
assigned recordation numbers (s): 22021.

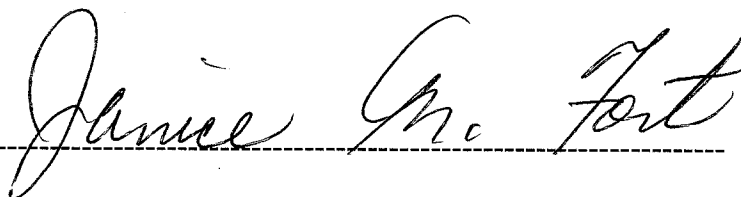
Sincerely Yours,


Vernon A. Williams

Enclosure(s)
26.00

\$_____ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature-----



FEB 8 '99

2-30PM

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of January 5, 1999 by and between CSR AMERICA, INC. a Florida Corporation, (LESSEE) and HERZOG CONTRACTING CORP., a Missouri Corporation, (LESSOR), with reference to the following:

1. LESSOR has agreed to lease to LESSEE, and LESSEE has agreed to lease from LESSOR various railcars pursuant to Schedule A in the Lease Agreement Document identified as Number 148, dated December 28, 1998 between LESSOR and LESSEE.
2. Pursuant to Exhibit A., LESSOR has agreed to lease, and LESSEE has agreed to lease sixty-seven (67) H530 railcars bearing the existing reporting marks and numbers as indicated on Schedule A hereto attached, as more particularly described on the Lease Agreement Document Number 148.
3. The transaction shall be effective as of the execution date of the Lease Agreement Document Number 148, subject to all terms and conditions.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement, Document Number 148, to be executed as of the date first written.

HERZOG CONTRACTING CORP.

CSR AMERICA, INC.

LESSOR

LESSEE

BY: James A. FrasherBY: J. C. Kirkmyer, Jr.ITS: Vice PresidentITS: Vice President
Quarries & Construction

SCHEDULE A

1	HZGX	004500	34	HZGX	004535
2	HZGX	004501	35	HZGX	004536
3	HZGX	004502	36	HZGX	004537
4	HZGX	004503	37	HZGX	004538
5	HZGX	004504	38	HZGX	004539
6	HZGX	004505	39	HZGX	004540
7	HZGX	004506	40	HZGX	004541
8	HZGX	004507	41	HZGX	004542
9	HZGX	004508	42	HZGX	004543
10	HZGX	004509	43	HZGX	004544
11	HZGX	004510	44	HZGX	004545
12	HZGX	004511	45	HZGX	004546
13	HZGX	004513	46	HZGX	004547
14	HZGX	004514	47	HZGX	004548
15	HZGX	004515	48	HZGX	004549
16	HZGX	004516	49	HZGX	004550
17	HZGX	004517	50	HZGX	004551
18	HZGX	004518	51	HZGX	004552
19	HZGX	004519	52	HZGX	004553
20	HZGX	004520	53	HZGX	004554
21	HZGX	004521	54	HZGX	004555
22	HZGX	004522	55	HZGX	004556
23	HZGX	004523	56	HZGX	004557
24	HZGX	004524	57	HZGX	004558
25	HZGX	004525	58	HZGX	004559
26	HZGX	004526	59	HZGX	004560
27	HZGX	004527	60	HZGX	004561
28	HZGX	004528	61	HZGX	004562
29	HZGX	004529	62	HZGX	004563
30	HZGX	004531	63	HZGX	004564
31	HZGX	004532	64	HZGX	004565
32	HZGX	004533	65	HZGX	004566
33	HZGX	004534	66	HZGX	004567
			67	HZGX	004568

247
2-3-99

11/6/99